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Trey Grayson
Secretary of State
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**ARTICLES OF ORGANIZATION
OF**

EXM LLC

The undersigned, serving as the organizer, pursuant to KRS Chapter 275, hereby executes and files the following Articles of Organization for the purpose of forming a Kentucky limited liability company under the Kentucky Limited Liability Company Act.

ARTICLE I

NAME

The name of the limited liability company shall be EXM LLC.

ARTICLE II

INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The initial registered office of the limited liability company shall be located at 1511 Kentucky Home Life Building, Louisville, Kentucky 40202, and the initial registered agent at such office shall be CT Corporation System.

ARTICLE III

INITIAL PRINCIPAL OFFICE

The mailing address of the initial principal office of the limited liability company shall be located at 50 E. RiverCenter Boulevard, P.O. Box 391, Covington, Kentucky 41012-0391.

ARTICLE IV

STATEMENT OF MANAGEMENT

The affairs of the limited liability company are to be member managed.

The undersigned hereby certifies that the foregoing constitutes the Articles of Organization of EXM LLC.

Executed by the undersigned this 12th day of March, 2004.


Elizabeth A. Morgan, Organizer

CONSENT OF INITIAL REGISTERED AGENT

Pursuant to the provisions of KRS Chapter 275, the undersigned as the initial registered agent identified in Article II of the Articles of Organization of EXM LLC (the "Company"), hereby consents to serve the Company in that capacity until such time as such appointment is terminated or until the undersigned resigns in accordance with the Kentucky Limited Liability Company Act.



ANN LASKOWSKI
Vice President